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UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

UNITED STATES SECURITIES  
AND EXCHANGE COMMISSION,

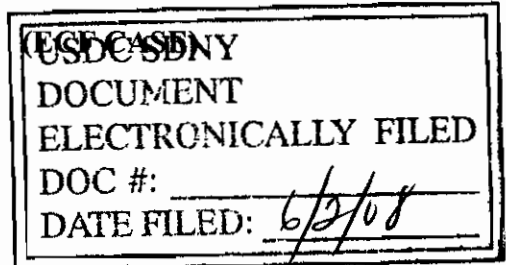
Plaintiff,

v.

NORTEL NETWORKS CORPORATION and  
NORTEL NETWORKS LIMITED,

Defendants.

Civil Action No. 07-CV-8851 (LAP)



**PROPOSED ORDER TO DISBURSE FUNDS TO PAY TAX OBLIGATIONS**

The Court, having reviewed the Securities and Exchange Commission's Motion to Disburse Funds to Pay Tax Obligations, and the supporting Declaration of Jude P. Damasco in Support of Request to Make Tax Payment, dated May 13, 2008 (the "Declaration"), and for good cause shown,

**IT IS HEREBY ORDERED:**

1. The Clerk of the Court shall issue a check on the Court Registry Investment System, receipt number 631570, under the case name designation "United State[s] Securities and Exchange Commission v. Nortel Networks Corporation et al.," for the amount of \$45,500 payable to "Damasco & Associates, Trust Account," for the payment of tax obligations as provided in the Declaration. The check shall contain the notation "United States Securities and Exchange Commission v. Nortel Networks Corporation et al., Civil Action No. 07-CV-8851, Employer Identification Number 26-1481410, quarterly tax estimate, second quarter 2008."

RECEIVED

MAY 28 2008

LORETTA A. PRESKA  
U.S. DISTRICT JUDGE  
S. D. N. Y.

2. The Clerk shall send the check by overnight mail to:

Damasco & Associates LLP  
700 Monte Vista Lane  
Half Moon Bay, CA 94019  
Phone: 415-217-4900

The Commission's counsel shall provide the Court Registry with the necessary overnight shipping information and the Commission's billing number.

Dated: May 30, 2008

  
UNITED STATES DISTRICT JUDGE